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c Pr24 London Regional Art and Historical Museums Act, 1989

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CHAPTER Pr24

An Act respecting London Regional Art and Historical Museums

Assented to July 13th, 1989

Whereas The Corporation of the City of London hereby applies for special legislation in respect of the matters herein-after set forth; and whereas it is expedient to grant the application; Preamble

Therefore, Her Majesty, by and with the advice and consent of the Legislative Assembly of the Province of Ontario, enacts as follows:

1. In this Act,

Definitions

“board” means the board of directors of the Museums;

“City” means The Corporation of the City of London;

“corporation” means London Regional Art and Historical Museums referred to in subsection 2 (1);

“general membership” means the general membership referred to in section 6.

2.—(1) London Regional Art Gallery is hereby continued as a non-profit corporation without share capital under the name “London Regional Art and Historical Museums”. Corporation continued

(2) The objects of the corporation are,

Objects

- (a) to provide a permanent community institution in the service of society and its development, for use by the public;
- (b) to acquire, conserve, research, communicate and exhibit, for purposes of study, education and enjoyment, material evidence of people and their environment;

- (c) to provide a community facility for acquiring, conserving, preserving and exhibiting art and artifacts, and for provide a comprehensive education and research program;
- (d) to maintain the proper environment for the maintenance and exhibition of the collection.

Board of
directors

3.—(1) The corporation shall be under the management and control of a board of directors consisting of,

- (a) one person appointed by and from the council of the City for a term of office not exceeding three years as the council shall decide;
- (b) one person appointed by and from The London and Middlesex Historical Society for a term of office not exceeding three years as the Society shall decide;
- (c) one person appointed by and from The London Public Library Board for a term of office not exceeding three years as the Library Board shall decide;
- (d) one person elected by and from Canadian Artists' Representation for a term of office not exceeding three years as Canadian Artists' Representation shall decide;
- (e) two persons appointed by and from the London Historical Museums Association for a term of office not exceeding three years as the Association shall decide;
- (f) two persons elected by and from the Volunteer Committee of the corporation for a term of office not exceeding three years as the Volunteer Committee shall decide;
- (g) four persons elected by and from the general membership of the corporation for a term of office not exceeding three years as the general membership shall decide; and
- (h) nine persons elected under subsection (2) for a term of office not exceeding three years as the board shall decide.

Idem

(2) The directors appointed or elected under clauses (1) (a) to (g) shall elect nine directors, one of whom shall be a pro-

fessional artist who resides in the City of London or the County of Middlesex and who is not a member of Canadian Artists' Representation.

(3) Before electing any of the nine directors referred to in subsection (2), the board shall publish a notice in a newspaper of general circulation in the City of London and County of Middlesex inviting nominations or applications of persons for election to the nine directorships and shall consider the nominations or applications. Notice

(4) The board and the electing and appointing bodies referred to in clauses (1) (a) to (g) shall, in consultation with each other, stagger or vary the length of terms of office of directors appointed or elected by them so that as nearly as possible the terms of office of seven directors shall expire annually and, if the board and the electing and appointing bodies are unable to agree on the order in which the directors' terms are to expire, the board shall determine the matter. Staggered terms

(5) The failure to appoint or elect a director as provided in subsection (1), (2) or (7) does not invalidate the composition of the board or impair the powers of the board or of the remaining directors and, if a default continues for three months after an appointment or election should have been made, the remaining directors may, but are not obliged to, elect a director to fill the vacancy. Effect of vacancy

(6) A vacancy on the board occurs when a director resigns, dies or becomes incapable of acting as a director or if the board by resolution declares the seat of a director to be vacant by reason of his or her absence from three consecutive meetings of the board without being authorized to do so by the board. Board vacancy

(7) If a vacancy on the board occurs before the term of office for which a person has been appointed or elected has expired, the vacancy may be filled by the same authority which appointed or elected the person whose seat is vacant, and a person so appointed or elected shall hold office for the remainder of the unexpired term. Idem

(8) Directors shall hold office until their successors are appointed or elected and, subject to subsection (9), are eligible for reappointment or re-election. Reappointment

(9) No director shall hold office for more than two consecutive terms of three years each, but is again eligible for reappointment or re-election after a lapse of one year after the expiration of the second of the two consecutive terms. Idem

Directors to
serve without
compensation

(10) The directors shall serve without compensation, and no director shall, directly or indirectly, receive profit by virtue of being a director but reasonable expenses incurred in the performance of his or her duty may be paid.

Chairperson
and vice-
chairperson

4.—(1) The board shall appoint or elect a chairperson and a vice-chairperson annually from among the directors and may provide that, upon the expiration of the term of office of the chairperson, the vice-chairperson shall become the chairperson of the board.

Quorum

(2) The board may fix its quorum which shall not be less than one-half of its members and no business shall be transacted by the board except at a meeting of its members at which a quorum of the board members is present.

Meetings

(3) The board shall meet at least six times a year.

Executive
committee

5.—(1) The board shall elect from among the directors an executive committee consisting of at least eight and no more than ten directors and the board may delegate to the executive committee any powers of the board subject to any restrictions imposed by the board.

Quorum

(2) The executive committee may fix its quorum which shall not be less than one-half of its members and no business shall be transacted by the executive committee except at a meeting of its members at which a quorum of the executive committee is present.

Meetings

(3) The executive committee shall meet at least once a month.

Committees

(4) The board may establish other committees and may delegate to the committees such powers and duties as the board may determine.

Advisory
committee

(5) The board may appoint advisory committees composed of such persons as the board may determine.

General
membership

6. The board may recognize and designate those persons who make subscriptions, gifts or donations of funds to the corporation for any of its purposes as a general membership consisting of the following categories or such other categories as the board may establish:

1. Individual donors.
2. Corporate donors.

3. Patrons.
4. Benefactors.
5. Sustaining members.
6. Life members.

7. The board has such powers as are necessary for the purpose of carrying out its objects, including the power,

Powers of board

- (a) to purchase or otherwise acquire and to hold and to sell or otherwise dispose of any property for the purposes of the corporation;
- (b) to plan, erect, alter, maintain, operate and manage art and historical museums within the City of London;
- (c) subject to the *Charitable Gifts Act*, to collect and raise money by way of grants, gifts, donations, bequests, legacies and other payments and to hold, expend or deal with such funds; and
- (d) to invest, in investments authorized under the *Trustee Act* for the investment of trust funds, moneys of the corporation not immediately required for its purposes.

R.S.O. 1980,
c. 63

R.S.O. 1980,
c. 512

8.—(1) In this section, “library board” means The London Public Library Board.

Definition

(2) The library board may convey to the City or, with the consent of the City, to the corporation by way of gift, the interest of the library board in such works of art and historical artifacts, including paintings, prints, woodcuts and sculptures, as the library board may by resolution determine.

Conveyance of works of art, etc., to City or corporation

(3) The works of art and historical artifacts conveyed shall be used and administered in accordance with the purposes defined by any deed, will or other instrument creating any trust or obligation with respect thereto, and the library board is discharged from all obligations and trusts with respect to the works of art and historical artifacts so conveyed.

Idem

(4) All trust funds held by the library board for the sole benefit of operating an art gallery and museum which immediately before the 20th day of December, 1979 were vested in and were under the control of the library board continue to be vested in the corporation.

Vesting of trusts

Idem

(5) All trust funds held by the library board for the sole benefit of that part of the operations of the library board known as the London Historical Museums which immediately before the coming into force of this Act were vested in and were under the control of the library board vest in the City or, with the consent of the City, in the corporation.

Use of trust funds

(6) The trust funds mentioned in subsections (4) and (5) shall be used and administered in accordance with the purposes defined by the deed, will or other instrument creating the trust, and the library board is discharged from all obligations with respect to these trust funds.

Transfer of property to City

(7) All gifts, trusts, bequests, devises and grants of property or the income or proceeds thereof, heretofore or hereafter expressed in writing to be made, given or conveyed to the library board solely for operating an art gallery and museum or solely for the London Historical Museums shall, in so far as the same had not vested in possession or been carried into effect on the day this Act comes into force, in the absence of any intention to the contrary set out in the deed, will or other instrument in writing, be construed as though the same had been expressed to be made to the City or, with the consent of the City, to the corporation.

Idem

(8) The executor, trustee or other person charged with the duty of carrying into effect or administering the deed, will or other instrument described in subsection (7) shall pay over or transfer all moneys and property to the City or, with the consent of the City, to the corporation when the same becomes payable or transferable, and the receipt of the City or the corporation is sufficient discharge therefor.

Disposition by library board to City or corporation

(9) The library board may convey or otherwise give to the City or, with the consent of the City, to the corporation any property of the library board not mentioned in this section that is no longer required by the library board for operating an art gallery and museum or for the London Historical Museums.

Use of City property by Museums

9. Where the City has an interest in any property, including works of art or historical artifacts, or holds any trust funds for any purpose or under any trust or obligation that is consistent with the objects of the corporation, the City may, subject to the terms of any gift, trust, bequest, devise, grant or loan of such property or trust funds,

(a) provide for the use, administration, conservation, protection and preservation by the corporation of

the property, on such terms and conditions as the council of the City may decide;

- (b) provide for payment to the corporation of all or a portion of the trust funds or the income therefrom on such terms and conditions as the council of the City may decide; and
- (c) enter into agreements with the corporation to give effect to the matters mentioned in clauses (a) and (b).

10. The head office of the corporation shall be in the City of London in the County of Middlesex. Head Office

11. The corporation shall be deemed to be a local board for the purposes of the *Ontario Municipal Employees Retirement System Act*. Corporation deemed local board for purposes of R.S.O. 1980, c. 348

12. Property vested in or controlled by the corporation shall be deemed to be exempt from taxation for municipal and school purposes in accordance with paragraph 9 of section 3 of the *Assessment Act*. Exemption from taxation
R.S.O. 1980, c. 31

13. Subject to any instrument creating any trust or obligation with respect to the works of art and historical artifacts owned, possessed or controlled by the corporation, the property of the corporation upon its dissolution shall be distributed, after the payment of all debts and liabilities, to the City or to such organizations, having objects similar to those of the corporation, as may be designated by the council of the City, to be used for the purpose of such objects. Dissolution

14. The *London Regional Art Gallery Act, 1984*, being chapter Pr 16, is repealed. Repeal

15. This Act shall be deemed to have come into force on the 1st day of January, 1989. Commence-ment

16. The short title of this Act is the *London Regional Art and Historical Museums Act, 1989*. Short title

